

DIP HEARING (*only if contested*): JUNE 9, 2023, at 2:00 p.m. (EST)  
SECOND DAY HEARING DATE: JUNE 13, 2023, at 9:00 a.m. (EST)

**TOGUT, SEGAL & SEGAL LLP**

Albert Togut  
Kyle J. Ortiz  
Brian F. Moore  
One Penn Plaza, Suite 3335  
New York, NY 10119  
Phone: (212) 594-5000  
Email: [altogut@teamtogut.com](mailto:altogut@teamtogut.com)  
[kortiz@teamtogut.com](mailto:kortiz@teamtogut.com)  
[bmoore@teamtogut.com](mailto:bmoore@teamtogut.com)

*Proposed Counsel to the Debtors and Debtors  
in Possession*

**SHEARMAN & STERLING LLP**

Fredric Sosnick  
William S. Holste  
Jacob S. Mezei  
599 Lexington Avenue  
New York, NY 10022  
Phone: (212) 848-4000  
Email: [fsosnick@shearman.com](mailto:fsosnick@shearman.com)  
[william.holste@shearman.com](mailto:william.holste@shearman.com)  
[jacob.mezei@shearman.com](mailto:jacob.mezei@shearman.com)

**SHEARMAN & STERLING LLP**

Ian E. Roberts (*pro hac vice pending*)  
2601 Olive Street, 17th Floor  
Dallas, TX 75201  
Phone: (214) 271-5777  
Email: [ian.roberts@shearman.com](mailto:ian.roberts@shearman.com)

*Proposed Special Counsel to the Debtors and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

VICE GROUP HOLDING INC., *et al.*

Debtors.<sup>1</sup>

Chapter 11

Case No. 23-10738 (JPM)

(Joint Administered)

**AMENDED NOTICE OF HEARING WITH RESPECT TO FINAL ORDERS  
ON CERTAIN FIRST DAY MOTIONS ("SECOND DAY HEARING")**

<sup>1</sup> The Debtors' in these chapter 11 case, along with the last four digits of each Debtors' tax identification number are: Vice Group Holding Inc. (4250); Vice Impact Inc. (9603); Vice Media LLC (5144); Villain LLC (3050); Boy Who Cried Author LLC (6199); Carrot Operations LLC (1596); Carrot Creative LLC (8652); Channel 271 Productions LLC (1637); Clifford Benski, Inc. (9387); Dana Made LLC (1065); Inverness Collective LLC (6542); JT Leroy Holding LLC (7555); PLDM Films LLC (5217); Project Change LLC (2758); R29 Pride, LLC (7011); R29 Productions, LLC (6344); Refinery 29 Inc. (7749); Valvi LLC (6110); Vice Content Development, LLC (5165); Vice Distribution LLC (5515); Vice Europe Holding Limited (N/A); Vice Europe Pulse Holding Limited (N/A); Vice Food LLC (1693); Vice Holding Inc. (2658); Vice International Holding, Inc. (5669); Vice Music Publishing LLC (3022); Vice Payroll LLC (6626); Vice Productions LLC (5399); Vice Project Services LLC (6473); Virtue Worldwide, LLC (7212); Visur LLC (9336); VTV Productions LLC (6854); and Goldie Films, Inc. (1241). The location of the Debtors' service address for purposes of these Chapter 11 Cases is: 49 South 2<sup>nd</sup> Street, Brooklyn, NY 11249.

**PLEASE TAKE NOTICE** that on May 15, 2023 (the “Petition Date”)<sup>2</sup>, the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”<sup>3</sup>) each filed a voluntary petition under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York.

**PLEASE TAKE FURTHER NOTICE** that on the Petition Date, the Debtors filed, among other items, the following First Day Motions (the “First Day Motions”):

<b>Docket No. First Day Motions</b>	<b>Docket No. Interim Orders</b>	<b>Name of Pleading</b>
7	49	<i>Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Pay Certain Taxes and Fees and (II) Granting Related Relief.</i>
8	48	<i>Debtors’ Motion for Entry of Interim and Final Orders (I) Establishing Notice and Objection Procedures for Transfers of Equity Securities and Claims of Worthless Stock Deductions and (II) Granting Related Relief.</i>
9	44	<i>Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Continue to (A) Utilize their Existing Cash Management System, (B) Maintain their Existing Bank Accounts, (C) Perform Intercompany Transactions, (D) Utilize and Maintain their Existing Business Forms and (E) Utilize their Corporate Credit Card Programs and (II) Granting Related Relief.</i>
10	52	<i>Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue their Prepetition Insurance Coverage and Pay Prepetition Obligations Thereunder, (B) Renew, Amend, Supplement, Extend, or Purchase Insurance Policies, (C) Continue to Pay Insurance Brokerage Commissions, and (II) Granting Related Relief.</i>
11	46	<i>Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Prepetition Claims of Certain (A) Freelancers, (B) Critical Vendors, and (C) Foreign Vendors and (II) Granting Related Relief.</i>

<sup>2</sup> On May 30, 2023 (the “Additional Petition Date”), Debtor Goldie Films, Inc. (“Goldie Films”) also commenced a case by filing a chapter 11 petition. As used herein, the term “Petition Date” encompasses the Additional Petition Date, and the term “Debtors” includes the Goldie Films chapter 11 case, which is pending approval for joint administration with the Debtors’ chapter 11 cases commenced on May 15, 2023.

Docket No. First Day Motions	Docket No. Interim Orders	Name of Pleading
12	51	<i>Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Pay Prepetition Wages, Salaries, Reimbursable Expenses, and Other Obligations Arising from Compensation and Benefits Programs and (B) Continue Compensation and Benefits Programs and (II) Granting Related Relief.</i>
13.	40	<i>Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Superpriority Claims, (III) Modifying the Automatic Stay, (IV) Granting Adequate Protection to Prepetition Secured Parties, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief.</i>

**PLEASE TAKE FURTHER NOTICE** that on May 16, 2023, the Bankruptcy Court approved, and entered orders, *on an interim basis*, for each of the above-referenced First Day Motions, respectively (the “Interim Orders”).

**PLEASE TAKE FURTHER NOTICE** that a final hearing to consider the First Day Motions, *on a final basis*, **will be a hybrid hearing, and will be held either in person or via Zoom for Government on June 13, 2023, at 9:00 A.M. (prevailing Eastern Time) (the “Final Hearing”)**, or as soon thereafter as counsel can be heard, before the Honorable John P. Mastando III, United States Bankruptcy Judge for the Southern District of New York, in Courtroom 501, Alexander Hamilton Custom House, One Bowling Green, New York, NY 10004.

**PLEASE TAKE FURTHER NOTICE**, that only if contested, a final hearing to consider the DIP Motion, *on a final basis*, will be held on **June 9, 2023, at 2:00 P.M. (prevailing Eastern Time) (the “DIP Hearing”)**.

**PLEASE TAKE FURTHER NOTICE**, that if there are no contested issues remaining in advance of the DIP Hearing, the hearing on the DIP will be held at the Final Hearing, on **June 13, 2023, at 9:00 A.M. (Prevailing Eastern Time)**.

**PLEASE TAKE FURTHER NOTICE** that, parties wishing to appear at the Final Hearing, whether making a “in person,” “live,” or “listen only” appearance before the Court, must make an electronic appearance utilizing the Electronic Appearance portal located at the Court’s website at:

<https://ecf.nysb.uscourts.gov/cgi-bin/nysbAppearances.pl>. Appearances must be entered no later than **June 12, 2023 at 4:00 p.m. (Prevailing Eastern Time)**, if **Appearing for the DIP Hearing only, please make your appearance no later than June 8, 2023 at 12:00 p.m.** (the “Appearance Deadlines”). After the Appearance Deadlines has passed, parties who have made their electronic appearance through the Court’s website to appear via Zoom for Government will receive an invitation from the Court with a Zoom link that will allow them to attend the Hearing. Requests to receive a Zoom link should not be emailed to the Court, and the Court will not respond to late requests that are submitted on the day of the hearing. Further information on the use of Zoom for Government can be found at the Court’s website at <https://www.nysb.uscourts.gov/zoom-videohearing-guide>.

**PLEASE TAKE FURTHER NOTICE** that copies of the First Day Motions the Interim Orders and any related filings, can be viewed and/or obtained by (i) accessing the Bankruptcy Court’s Website for a fee, (ii) visiting the website for the Debtors’ chapter 11 cases at: <https://cases.stretto.com/vice>, or (iii) by contacting the Office of the Clerk of the United States Bankruptcy Court, Southern District of New

*[Concluded on the following page]*

York. Please note that a PACER password is required to access documents on the  
Bankruptcy Court's Website.

DATED: New York, New York  
June 1, 2023

VICE GROUP HOLDING INC., *et al.*  
*Debtors and Debtors in Possession*  
*By its Proposed Counsel*  
TOGUT, SEGAL & SEGAL LLP,  
By:

/s/Kyle J. Ortiz

ALBERT TOGUT

KYLE J. ORTIZ

BRIAN F. MOORE

One Penn Plaza, Suite 3335

New York, New York 10119

Telephone: (212) 594-5000

[altogut@teamtogut.com](mailto:altogut@teamtogut.com)

[kortiz@teamtogut.com](mailto:kortiz@teamtogut.com)

[bmoore@teamtogut.com](mailto:bmoore@teamtogut.com)